

10826 - C
#10

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD*
CARL C. DAVIS*
CHARLES T. KAPPLER
JOHN H. DOYLE*
GEORGE JOHN KETO*
MILTON C. GRACE*
JAMES C. MARTIN, JR.*

*NOT A MEMBER OF D.C. BAR
*ALSO ADMITTED IN NEW YORK
*ALSO ADMITTED IN OHIO
*ALSO ADMITTED IN MARYLAND

LAW OFFICES
ALVORD AND ALVORD

200 WORLD CENTER
918 SIXTEENTH STREET, N.W.

WASHINGTON, D.C.

20006-2973

RECORDATION NO. 10826-C
Filed & Recorded
OF COUNSEL
JESSIE ARSON
JOHN L. GOLDSBY
URBAN A. LESTER

MAR 17 1987 3-2 5 PM

INTERSTATE COMMERCE COMMISSION

7-0764079

CABLE ADDRESS
"ALVORD"

TELEPHONE
AREA CODE 202
393-2266

TELEX
440367 A AND A

MAR 17 1987

Dec. 10:00

ICC Washington, D.C.

ICC OFFICE OF
THE SECRETARY
MAR 17 3 17 PM '87
MOTOR OPERATING UNIT

Ms. Noretta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C.

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. §11303(a) is a Lease Termination Agreement dated February 17, 1987, a secondary document, which relates to an Agreement dated August 20, 1979 and a Shipper Full Service Lease Agreement dated as of August 20, 1979, filed and recorded on September 19, 1979 and assigned Recordation Numbers 10826 and 10826-A, respectively.

The names and addresses of the parties executing the enclosed document are:

Lessor: Brae Corporation
Three Embarcadero Center
San Francisco, California 94111

Lessee: Cargill Incorporated
715 East 13th Street
Wichita, Kansas 67201

Assignee: American Leasing Investors
733 Third Avenue
New York, New York 10017

Secured
Party(*): Harriscorp Leasing, Inc.
111 West Monroe Street
Chicago, Illinois 60690

* Under a Security Agreement dated August 15, 1979
(Recordation Number 10870).

C. Davis

LAW OFFICE

ALFORD AND ALFORD

1000 10th St.
San Francisco, Calif.
415.398.1000

RECORDING NO.

WASHINGTON, D.C. 20540

MAY 13 1981

1000 10th St.

INTERSTATE COMMERCE COMMISSION

WASHINGTON, D.C. 20540

1000 10th St.

1000 10th St.
San Francisco, Calif.
415.398.1000

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INTERSTATE COMMERCE COMMISSION

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Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
Page Two

A description of the railroad equipment covered by the enclosed document is one hundred thirty (130) 100-ton, 4650 cubic foot capacity , National Steel Car Corporation steel tank hopper cars marked WAR 14100 through WAR 14229, inclusive.

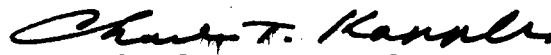
Also enclosed is a check in the amount of \$10 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return the stamped copies of the enclosed document not needed for your files to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed secondary document to appear in the Commission's Index is:

Lease Termination Agreement dated February 17, 1987 covering one hundred thirty (130) steel tank hopper cars marked WAR 14100 through WAR 14229, inclusive.

Very truly yours,


Charles T. Kappler

Enclosures

LEASE TERMINATION AGREEMENT

INTERSTATE COMMERCE COMMISSION

Brae Corporation, as Lessor (the "Lessor"), Cargill Incorporated, as lessee (the "Lessee"), American Leasing Investors, as assignee (the "Assignee") and Harriscorp Leasing, Inc. as secured party ("Secured Party") do hereby (1) terminate that certain Agreement dated August 20, 1979 between Lessor and Lessee and recorded by the Interstate Commerce Commission ("ICC") on September 19, 1979 under Recordation Number 10826, and that certain Shipper Full Service Lease Agreement between Lessor and Lessee dated as of August 20, 1979 and recorded by the ICC on September 19, 1979 under Recordation Number 10826-A (such agreements being herein referred to collectively as the "Lease"), which Lease was assigned to Assignee pursuant to an Assignment dated as of September 13, 1979 between Lessor and Assignee and recorded by the ICC on September 19, 1979 under Recordation Number 10826-B (the "Assignment") and was further assigned to Secured Party pursuant to a Security Agreement dated as of August 15, 1979 between Lessor and Assignee and recorded by the ICC on October 9, 1979 under Recordation Number 10870, (2) terminate the Assignment, and (3) release one hundred thirty (130) 100-ton, 4650-cubic foot capacity, National Steel Car Corporation steel tank hopper cars marked WAR 14100 through WAR 14229, inclusive, from all of the terms and conditions of the Lease and the Assignment.

Dated this 17th day of February, 1987.

AMERICAN LEASING INVESTORS,
as Assignee

By: ALI Management Corp.,
Managing General Partner

By: Walter H. Hunter Jr.
Its: Vice President

Attest: Diana P. Bahr
Witness

CARGILL INCORPORATED,
as Lessee

By: W. E. Eickman
Its: Treasurer

Attest: Margo Quintance
Witness

BRAE CORPORATION,
as Lessor

By: Ronald B. Littlefield
Its:

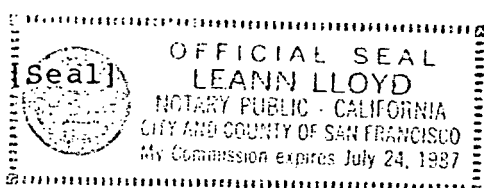
Attest: Deann D. Lopez
Witness

HARRISCORP LEASING, INC.,
as Secured Party

By: W. L. Johnson
Its: U. P. V. C. Mgr.

Attest: Harvey M. J. Olson

acknowledged that the execution of such instrument was the free act and deed of such corporation.



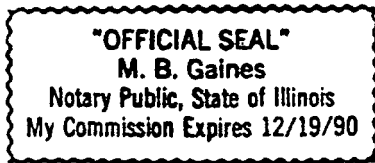
Deann D. Lopez
Notary Public

ACKNOWLEDGMENT

STATE OF Illinois)
COUNTY OF Cook) SS.:

On this 16th day of March, 1987, before me personally appeared W. L. Johnson, to me personally known, who being by me duly sworn, says that he is Vice President & G.M. of Harriscorp Leasing, Inc., that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of such instrument was the free act and deed of such corporation.

[Seal]



M. B. Gaines
Notary Public